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UNITED STATES DISTRICT COURT
NORTHERN DISTRICT OF CALIFORNIA
SAN FRANCISCO DIVISION

ELENA M. DAVID,

Plaintiff,

v.

J. STEELE ALPHIN, *ET AL.*,

Defendants.

Case No. 06-cv-04763 WHA

Declaration of Richard J. Dorazil in Support of Motion to Dismiss by Defendants

Hearing Date: January 18, 2007
Time: 8:00 a.m.
Place: Courtroom 9, 19th Floor
Judge: Honorable William Alsup

1 I, Richard J. Dorazil, hereby state and declare as follows:

2 1. This Declaration is submitted in support of the Motion to Dismiss
3 filed by Defendants.

4 2. I have been a Senior Vice President in Global Human Resources at
5 Bank of America, N.A. since 2002. My official title is Senior Vice President, Global
6 Benefits Executive. I am responsible for benefits administration for Bank of America
7 Corporation ("Bank of America") and its affiliates.

8 3. The facts set forth in this Declaration are based on my personal
9 knowledge, and information and records of the regularly conducted business activities of
10 Bank of America, the Bank of America 401(k) Plan (the "401(k) Plan"), and the Bank of
11 America Pension Plan (the "Pension Plan") .

12 4. If called to testify as a witness, I can testify to the matters and facts
13 set forth in this Declaration.

14 5. Attached as Exhibit A is a true and correct copy of the Bank of
15 America 401(k) Plan (as amended effective January 1, 2006) and amendment thereto.

16 6. Attached as Exhibit B is a true and correct copy of the Bank of
17 America 401(k) Plan (as amended effective January 1, 2005) and amendment thereto.

18 7. Attached as Exhibit C is a true and correct copy of the Bank of
19 America 401(k) Plan (as amended effective January 1, 2001) and amendments thereto.

20 8. Attached as Exhibit D is a true and correct copy of the Bank of
21 America 401(k) Plan (as amended effective July 1, 2000) and amendments thereto.

22 9. Exhibits A through D constitute a complete set of all versions of the
23 401(k) Plan plan documents that were effective during the six-year period prior to August
24 7, 2006, the date this action was filed.

25 10. Attached as Exhibit E is a true and correct copy of the 2005 Form
26 5500, Annual Return/Report of Employee Benefit Plan, executed on behalf of the 401(k)
27 Plan on October 12, 2006.

11. Attached as Exhibit F is a true and correct copy of the Bank of America Pension Plan (as amended and restated effective January 1, 2006).

12. Attached as Exhibit G is a true and correct copy of the Bank of America Pension Plan (as amended and restated effective July 1, 2001) and amendments thereto.

13. Attached as Exhibit H is a true and correct copy of the Pension Plan (as amended effective July 1, 2000) and amendments thereto.

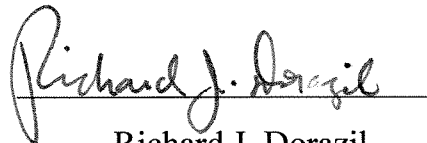
14. Exhibits F through H constitute a complete set of all versions of the Pension Plan plan documents that were effective during the six-year period prior to August 7, 2006, the date this action was filed.

15. Attached as Exhibit I is a true and correct copy of the 2005 Form 5500, Annual Return/Report of Employee Benefit Plan, executed on behalf of the Pension Plan on October 12, 2006.

16. Attached as Exhibit J is a true and correct copy of Bank of America's 2006 Associate Handbook Retirement Plans Supplement. Relevant portions of the Associate Handbook Retirement Plans Supplement constitute the summary plan descriptions of the 401(k) Plan and the Pension Plan. Pages eight through forty-one relate to the 401(k) Plan, and pages forty-two through fifty-eight relate to the Pension Plan.

17. I declare under penalty of perjury, and pursuant to 28 U.S.C. § 1746, that the foregoing is true and correct to the best of my knowledge, information, and belief.

Executed this 14 day of December, 2006, at Charlotte, North Carolina.



Richard J. Dorazil